

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re : Chapter 11
:
DELPHI CORPORATION, et al., : Case No. 05-44481 (RDD)
:
Debtors. : (Jointly Administered)
:
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SUPPLEMENTAL AFFIDAVIT OF LONIE A. HASSEL IN SUPPORT OF
APPLICATION FOR ORDER UNDER 11 U.S.C. §§ 327(e) AND
1107(a) (I) AUTHORIZING EMPLOYMENT AND RETENTION OF
GROOM LAW GROUP CHARTERED AS SPECIAL EMPLOYEE BENEFITS
COUNSEL TO DEBTORS AND (II) SCHEDULING FINAL HEARING THEREON

CITY OF WASHINGTON)
) ss:
DISTRICT OF COLUMBIA)

Lonie A. Hassel, being duly sworn, deposes and states as follows:

1. I am a principal in the law firm of Groom Law Group Chartered ("Groom"), proposed special employee benefits counsel for Delphi Corporation and certain of its subsidiaries and affiliates, the debtors and debtors-in-possession in the above-captioned cases (collectively, the "Debtors").
2. I submit this supplemental affidavit in support of the Application For Order Under 11 U.S.C. §§ 327(e) and 1107(a) (I) Authorizing Employment And Retention Of Groom Law Group Chartered As Special Employee Benefits Counsel To Debtors And (II) Scheduling Final Hearing Thereon (Docket No. 50), previously filed.
3. Except as set forth herein, to the best of my knowledge, after due inquiry, neither I, Groom, nor any principal of, associate of, or of counsel to Groom represents any interested party other than the Debtors and their affiliates in connection with the Debtors' chapter 11 cases.

4. Groom maintains a database containing the names of its current and former clients.

In preparing this affidavit, I caused Groom to review and analyze the database to determine whether the list of interested parties compiled by Debtors' reorganization counsel matched any names in Groom's database. Out of an abundance of caution, where Groom was unable to determine whether an entity on the interested party list was the same as a name in the client database, Groom assumed that the names matched. Then, I reviewed each of the matters and consulted with other Groom attorneys to determine whether any of the representations related to the Debtors' chapter 11 cases.

5. Based on this review and analysis, I concluded that Groom in the past has represented, currently represents, and may in the future represent entities that are interested parties to the Debtors in matters unrelated to the Debtors' pending chapter 11 case. In particular, Groom has represented, currently represents, and may represent in the future the current clients listed on Exhibit A (the "Current Clients") in matters unrelated to the Debtors' chapter 11 cases. Groom has not, does not, and will not represent any of the Current Clients or any of their respective affiliates or subsidiaries, in matters related to the Debtors or their chapter 11 cases or in other matters adverse to the Debtors during the pendency of these chapter 11 cases.

6. In addition, Groom has rendered services to the Former Clients listed in Exhibit B (the "Former Clients") . In particular, Groom has represented General Motors in the past, but no longer represents General Motors and has not provided services to General Motors for more than two years. Groom has represented the United Autoworkers of America ("UAW") in the past, but no longer represents the UAW and has not provided services to the UAW for more than nine years. If any Former Client becomes a Current Client during the pendency of these chapter 11 cases, Groom will make the appropriate supplemental disclosures to this Court.

7. To the best of my knowledge, Groom has not represented and will not represent any parties other than the Debtors in these cases or in connection with any matters that would be adverse to the Debtors arising from, or related to, these cases.

I certify that the foregoing statements are true and correct to the best of my knowledge information and belief.

Dated: Washington, DC
October 31, 2005

By: s/ Lonie A. Hassel
Lonie A. Hassel
Principal

Sworn to before me on
this 31st day of October, 2005

s/ Elizabeth A. Baldwin
Notary Public

EXHIBIT A

Current Clients

AFL-CIO
AIG
Amerada Hess
Bank of America
Bank of New York
Barclays
Blue Cross/Blue Shield Association
Blue Cross/Blue Shield of Arizona, Florida, Kansas City, Minnesota,
Mississippi, North Carolina, Oklahoma, South Carolina, Texas
CIGNA
Federal Mogul
Hartford
Hayes Lemmerz
Hewlett Packard
IBEW Local 104
ING
Intel
Lehman Bros
Marsh McLennan
MCI
Metropolitan Life Insurance Company
Microsoft
Morgan Stanley
Mountain State Blue Cross/Blue Shield
National Union Fire Insurance
RBC Dain Rauscher
Royal Bank of Scotland
Toshiba
Towers Perrin
UHC
United Steelworkers of America
Wachovia
Walmart
Wells Fargo
Watson Wyatt

EXHIBIT B

Former Clients

Access Research
Alcoa
Allstate Insurance Company
AT&T
Banc One Corporation
Chubb Group of Ins. Companies
Chubb & Sons
Clarke Consulting
Corning
CWA-SRT
Delta Airlines
Ernst & Young
Foley & Lardner
Ford Motor Company
General Electric
General Motors
Goldman Sachs
Great American Life Ins. Co.
Heller Ehrman White & Macauliffe
Honeywell
Howrey & Simon
JP Morgan, Inc.
LaSalle Nat'l Bank
Liberty Mutual
Lockheed Martin
Lucent
Merrill Lynch & Co.
Oppenheimer Funds Inc.
Reliance Nat'l Insurance Co. of IL
Southern California Edison
State Street Corporation
Texas Instruments
Thompson & Knight
United Autoworkers of America
US Steel
Zurich Capital Resource